

# EXHIBIT 23



关于 2016 年 8 月 16 日召开的兴科电子（东莞）有限公司董事会的声明  
函

Re: the notification regarding to the board meeting of SinCo Electronics  
(Dongguan) Pte Ltd held on 16 August 2016

黄董事长，各位董事，

Chairman Huang, other board members,

我们代表兴科电子（东莞）有限公司（“兴科东莞”或者“公司”）的董事 Bryan 林日明（“Bryan”）先生。

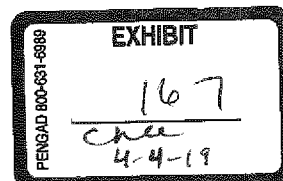
We act for Mr Bryan Lim Jit Ming (“Bryan”), a director of SinCo Electronics (Dongguan) Pte Ltd (“SinCo Dongguan” or the “Company”).

本函是关于 2016 年 8 月 16 日召开的兴科东莞的董事会会议（“董事会会议”）。Bryan 委托我们赵显龙先生作为他的代理人出席董事会会议。在董事会会议中，赵先生提出了一些 Bryan 认为的有关兴科东莞运营上的担忧。这些担忧之所以被提出，是因为 Bryan 觉得及时地纠正这些问题关系到兴科东莞的最佳利益。然而，Bryan 的这些担忧没有记录在会议纪要里，在董事会会议结束时，黄董事长说，Bryan 应该把他的担忧用文字表达出来并将这些担忧通过邮件的方式传达给所有董事。我们现在就代表 Bryan 这样做。在必要的地方，Bryan 也已在这封邮件中，就他在董事会会议中提出的要点作出进一步的解释和说明。

This letter makes reference to the board meeting of SinCo Dongguan held on 16<sup>th</sup> August 2016 (the “Board Meeting”). Bryan appointed our Mr. Zhao Xianlong as his proxy to attend the Board Meeting. During the Board Meeting, Mr. Zhao raised a number of concerns which Bryan has regarding the operations of SinCo Dongguan. These concerns were raised because Bryan felt that it is in the best interests of SinCo Dongguan to have these concerns dealt with promptly. While Bryan’s concerns were not recorded in the meeting minutes of the Board Meeting, at the end of the meeting, Chairman Huang stated that Bryan should put his concerns in writing and circulate these concerns among the directors by way of an email. We are doing that now on Bryan’s behalf. Where necessary, Bryan has also provided further explanation and context to the points raised during the Board Meeting in this email.

赵先生在董事会会议中代表 Bryan 提到的担忧，以及 Bryan 准备在本邮件中提出的担忧涉及兴科东莞的生产流程和程序是否与客户要求及中国法律一致的问题。如下文之解释，近期与兴科东莞客户之间的沟通无疑证明了 Bryan 的担忧是完全有道理的。如果兴科东莞的其他董事仍不顾 Bryan 的担忧，仍然让这些问题继续存在的话，Bryan 别无选择，只能认为你们也参与了这些事情。

The concerns that Mr. Zhao raised on Bryan’s behalf during the Board Meeting and which Bryan is setting out in this email relate to whether SinCo Dongguan’s processes and procedures are in accordance with its customers’ requirements as



well as PRC Law. As explained below, recent communications from SinCo Dongguan's customers have proven beyond doubt that Bryan's concerns are fully justified. If, in spite of Bryan's concerns, the directors of SinCo Dongguan continue to allow these problems to persist, Bryan will have no choice but to conclude that you are complicit in these matters.

1. 在董事会会议中，赵先生在第一项议题，即讨论公司未来发展的方向和策略项下，发表了以下意见：

During the Board Meeting, Mr. Zhao made the following statements under the first motion, namely, to discuss the direction of the Company's further development and the strategy:

- (a) 首先，根据 Bryan 的行业知识，阳极电镀生产线的运作需要：(a) 一个废水的排污许可证；和 (b) 一个净水处理厂。据 Bryan 了解，兴科东莞正在运营的阳极电镀生产线，既不具有排污许可证也没有净水处理厂。这让 Bryan 十分担心兴科东莞的运作并不符合中国法律。因此，赵先生在董事会会议中提出了这个问题并向其他董事征求意见。赵先生也督促其他董事通过决议来立即纠正该问题，并建议在兴科东莞排污许可未达到法定标准之前，暂停阳极电镀生产线以避免各项法律风险。

First, based on Bryan's industry knowledge, the operation of an anodizing line requires: (a) a pollutant discharge license for waste water; and (b) a water treatment plant. As far as Bryan is aware, while SinCo Dongguan is operating an anodizing line, it has neither a pollutant discharge license for waste water nor a water treatment plant. This makes Bryan very concerned that SinCo Dongguan's operations are not in accordance with PRC law. Therefore, Mr. Zhao raised this issue during the Board Meeting and asked the other directors for their comment. Mr. Zhao also prompted other directors to pass a resolution to immediately rectify this problem, and suggested that SinCo Dongguan temporarily stops the operation of anodizing line before a pollutant discharge license for waste water is obtained to avoid legal risks.

但是，对于 Bryan 的担心，其他董事回复称，据他们所知，这个问题不存在。同时，他们的反应也表明他们不打算采取任何措施来验证和/或纠正这个问题。

However, in response to Bryan's concerns, the other directors replied to state that to their knowledge, this issue does not exist. It was also clear from the response of the other directors that they do not intend to take any steps to verify and/or rectify the same.

当 Bryan 注意到，董事会会议后不久，兴科东莞关闭了位于工厂内的小规模的阳极电镀生产线的时候，Bryan 对这个问题的担忧加剧了。这一情况表明，出席董事会会议的董事们根本已经知道一个阳极电镀生产线正在兴科东莞的工厂内非法运营。如果是这样，那么，兴科东莞因这些违法运营而遭受处罚的话，知道这些违法运营而选择让它继续存在的董事可能要承担责任。另外，最近，一个客户也告知 Bryan，兴科东莞在东莞市虎门镇怀德区怀北路有一个“替代”的阳极电镀生产线，这令 Bryan 非常担忧，因为这明显不是兴科东莞的工厂地址或者车间地

址。此外，似乎还有另外一个阳极电镀生产线仍在兴科东莞工厂内运营。在这一点上，请确认：

Bryan's concerns on this issue were heightened when it came to Bryan's attention that shortly after the Board Meeting, SinCo Dongguan shut down the smaller anodizing plant located at the factory. This suggests that the directors who were present during the Board Meeting were in fact aware that an anodizing plant was being operated illegally at SinCo Dongguan's factory. If that is the case, the directors who are aware of this illegal operation but chose to let it continue may well be liable if any liability is incurred by SinCo Dongguan as a result of these illegal operations. Separately, Bryan has also recently been informed by a customer that SinCo Dongguan has an alternative anodizing plant at 东莞市虎门镇怀德区怀北路, which is very troubling to Bryan because this is clearly not the address of SinCo Dongguan's factory or tool-shop. Additionally, it appears that there is another anodizing plant that is still being operated at SinCo Dongguan's factory. In this regard, please confirm:

- A. 以董事们所知，兴科东莞是否一直在没有排污许可的情况下运营任何阳极电镀生产线？如果是这样，为什么兴科东莞在没有排污许可的情况下运营这些阳极电镀生产线？如果兴科东莞是在有排污许可的情况下运营这些阳极电镀生产线，请向 Bryan 提供所需许可证的复印件。

Whether, to the knowledge of the directors, SinCo Dongguan has been operating any anodizing plants without the required licenses. If so, why SinCo Dongguan operated these plants without the required licenses? If SinCo Dongguan has been operating anodizing plants with the required licenses, please provide copies of the required licenses to Bryan.

- B. 为什么在 2016 年 8 月 16 日董事会会议之后不久，位于兴科东莞工厂内的阳极电镀生产线就被关闭了？

Why an anodizing plant located in SinCo Dongguan's factory was shut down shortly after the Board Meeting on 16 August 2016.

- C. 为什么兴科东莞向它的客户授意它有一个位于东莞市虎门镇怀德区怀北路的替代的阳极电镀生产线？

Why SinCo Dongguan has been representing to its customers that it has an alternative anodizing plant located at “东莞市虎门镇怀德区怀北路”.

- (b) 第二，近期，前任董事会成员许舒恭及现任董事会成员高炳义也告知 Bryan，兴科东莞可能存在未付的高达人民币 1.1 亿元社保基金。赵先生在董事会会议上代表 Bryan 对这个问题进行了解释并且向其他董事声明，Bryan 与冒着风险欠缴 1.1 亿元这件事并无瓜葛，事实上，甚至在兴科东莞的股权转让给温州润泽股权投资基金合伙企业（有限合伙）（“温州润泽”）之前，Bryan 就敦促许舒恭和高炳义支付任何未付的社保基金。赵先生也强调 Bryan 不会因为许舒恭和高炳义造成的问题承担任何罚款或惩罚。



Secondly, Bryan was also recently informed by a former board member, Xu Shugong, and a present board member, Gao Bingyi that SinCo Dongguan may not have paid outstanding social security contributions of RMB 110 Million. Mr. Zhao explained this on Bryan's behalf during the Board Meeting and also declared to the other directors that Bryan did not have any part to play in respect of SinCo Dongguan incurring these RMB 110 million risks, and in fact has been urging Xu Shugong and Gao Bingyi to make payment of any outstanding contributions even before the shares in SinCo Dongguan were sold to Wenzhou Runze Equity Investment Fund Partnership Enterprise (Limited Partnership) ("Wenzhou Runze"). Mr. Zhao also stressed that Bryan will not be liable for any fines or penalties imposed as a result of this issue because it was caused by Xu and Gao.

另外，赵先生在董事会会议上代表 Bryan 提出：温州润泽任命的新董事是否知晓人民币 1.1 亿元未缴社保基金的风险，如若知晓，又是否在温州润泽购买兴科东莞股权之前就知晓人民币 1.1 亿元未缴社保基金的风险。赵先生又一次提议其他董事通过一项决议来立即纠正这个问题。董事们又一次回答说他们不知晓这个问题，而且他们的回答也表明他们不打算采取任何措施来验证和/或纠正这个问题。

Additionally, Mr. Zhao raised the question on Bryan's behalf as to whether the new directors appointed by Wenzhou Runze are aware of the RMB 110 million risks and if so, whether they were made aware of the RMB 110 million risks prior to Wenzhou Runze's purchase of the SinCo Dongguan shares. Again, Mr. Zhao prompted the other directors to pass a resolution to immediately rectify this problem. Again, the directors replied to state that they are not aware of this issue, and it was clear from their response that they do not intend to take any steps to verify and/or rectify the same.

更重要的是，Bryan 注意到，在兴科新加坡和兴科东莞的客户亚马逊进行的最近一次企业社会责任审计中，确定的是，有很多员工没有参投到他们有资格也理应参投的所有社会保险中。相关的企业社会责任审计报告附在本邮件的附件 A 中。这份审计报告让 Bryan 担忧的是，兴科东莞的其他董事实际上知晓存在与兴科东莞没有为员工缴纳必要社保基金相关的事实问题，但是却不愿意采取任何措施来纠正这一问题。再次，如兴科东莞因没有为员工缴纳社保基金而遭受处罚的话，那么，那些知道这一问题但选择不应对的董事也可能要承担责任。

More importantly, it has come to Bryan's attention that in a recent CSR Audit carried out by Amazon, a customer of SinCo Singapore and SinCo Dongguan, it was ascertained that there are many employees who were not enrolled in all the social insurance that they are eligible for. A copy of the relevant CSR Audit Report can be found at Annex A to this email. This report makes Bryan concerned that the other directors of SinCo Dongguan were essentially aware that there were in fact problems relating to SinCo Dongguan's failure to make the necessary social security contributions for its employees, but were unwilling to take any steps to rectify this issue. Again, if there is any liability imposed on SinCo Dongguan as a result of the failure to make the necessary social security contributions for its employees, it may well be that the directors who were aware of this issue but chose not to do anything may be liable as well.

第三，赵先生代表 Bryan 解释道，Bryan 知道最近有客户投诉，兴科东莞用作生产产品的原材料比客户技术规格要求的原材料要次级，Bryan 怀疑这是故意的。赵先生也解释道，兴科东莞工厂的总经理高炳义一定是知道或者参与其中。因为该情况，兴科东莞的商誉受到极大影响。而且，因为这个问题，兴科东莞也被要求索赔，高先生是知道的。再一次，董事们回答说他们不知晓这个问题，而且他们的反应也表明他们也不打算采取任何措施来验证和/或纠正这个问题。

Thirdly, Mr. Zhao explained on Bryan's behalf that Bryan was aware that there have recently been cases where customers have complained that the products manufactured by SinCo Dongguan were made of raw materials which were of an inferior grade compared to the materials required in the customers' technical specifications, and Bryan suspected that this was done deliberately. Mr. Zhao also explained that Geo Singyi, who is SinCo Dongguan's general manager, must have been aware of or involved in this. As a result of this, SinCo Dongguan's commercial reputation was greatly injured. Moreover, claims have also been made against SinCo Dongguan as a result of this issue, which Mr. Gao will be aware of. Again, the directors replied to state that they are not aware of this issue, and it was clear from their response that they do not intend to take any steps to verify and/or rectify the same.

事实上，就在三周前，Bryan 收到了来自京瓷的投诉，称其收到了由兴科东莞制造的劣质产品，不能正常使用。这一投诉的系列电子邮件附在本邮件的附件 B 中。

In fact, Bryan received a complaint from Kyocera just three weeks ago that the products manufactured by SinCo Dongguan which Kyocera received were of an inferior grade, and were not functioning properly. A copy of the email chain setting out these complaints is attached at Annex B to this email.

- (c) 基于上述问题，Bryan 对公司的运营有强烈的担忧。Bryan 的这些担忧也在董事会会议上向各位董事会成员进行了具体告知，并提出了相应建议。

Due to the aforementioned issues, Bryan has strong concerns over the operations of the Company. These concerns were specifically made known to the other directors during the Board meeting, and suggestions were also made accordingly.

除了在董事会会议上提到的问题，Bryan 想向董事们强调，虽然股权转让早在 2016 年 4 月 30 日就完成了，但 Bryan 是在 2016 年 6 月才被告知该股权转让的。得知该转让之后，一有机会 Bryan 便立即询问高炳义和许舒恭是否有新董事被任命为兴科东莞的董事，并要他们立即向 Bryan 提供这些董事的名字和联系方式。Bryan 要名字和联系方式的目的在于尽快向即将就任的董事告知上述问题，以便立即采取必要的措施来调查和纠正这些问题。让温州润泽知道这个信息也可以让其决定是否仍希望继续购买兴科东莞的股份。但是，高炳义、许舒恭都从未向 Bryan 提供 Bryan 所要求的联系资料。

In addition to what was raised during the Board Meeting, Bryan wishes to highlight to the Board that whilst the Sale and Purchase Agreement between Wenzhou Runze and SinCo Holdings Group Co., Ltd ("SPA") was executed as early as 30 April 2016, Bryan was only informed of the execution in June 2016.

Once Bryan was made aware of the said execution, Bryan had, at the earliest opportunity, asked Gao and Xu whether any new directors had been appointed to the Board of SinCo Dongguan, and to provide Bryan with the names and contact details of these directors immediately. Bryan's intention in asking for the names and contact details of the new directors appointed by Wenzhou Runze was to inform the incoming directors of the issues highlighted above as soon as possible, so that the necessary steps can be taken to investigate and rectify these issues promptly. Making Wenzhou Runze aware of this information would also enable it to decide if it wished to follow through with the purchase of the shares in SinCo Dongguan. However, Bryan was never provided with the requested contact details from either Gao or Xu.

尽管如此, Bryan 在第一次可利用的机会, 也就是董事会会议上, 提出了这些问题。

However, Bryan has raised these issues at the first available opportunity, namely, the Board Meeting.

更重要的是, Bryan 对其他董事似乎并没有认真对待这些问题表示很失望。正如上面强调的, 从董事们的反应可以看出, 他们不打算采取任何措施来验证和/或纠正赵先生代表 Bryan 提出的问题。金绍平甚至代表其他董事告知 Bryan, Bryan 放下这些“旧议题”, “埋葬过去”后, 他们才会愿意开始跟 Bryan 进行友好和开放的讨论。虽然 Bryan 很高兴与其他董事进行友好和开放的讨论, 但是 Bryan 认为立即纠正上述强调的问题是极为重要的也是出于对兴科东莞最佳商业利益考虑的。如果其他董事在充分了解了 Bryan 的担忧和本邮件中载明的问题后, 仍然继续让这些问题在兴科东莞存在, 那么 Bryan 只能得出此结论: 他们已经参与到了 Bryan 提出的有关兴科东莞的运营问题中。

More importantly, Bryan is disappointed that the other directors of SinCo Dongguan do not appear to be taking these issues seriously. As highlighted above, it was clear from the directors' response that they do not intend to take any steps to verify and/or rectify the issues raised by Mr. Zhao on Bryan's behalf. Jin Shaoping, on behalf of the other directors, even asked that Bryan “bury the past” by letting go of these “old topics” before they were willing to start a friendly and open discussion with Bryan. While Bryan is happy to have friendly and open discussions with the other directors of SinCo Dongguan, Bryan is of the view that it is extremely important and in the best interests of SinCo Dongguan for the issues highlighted above to be dealt with immediately. If the other directors continue to allow these issues to persist at SinCo Dongguan with full knowledge of Bryan's concerns, as well as the matters that have been set out in this email, Bryan will only be able to conclude that they have been involved in the conduct which has given rise to the problems that Bryan has raised regarding SinCo Dongguan's operations.

结合上述问题, 为了兴科东莞的最佳商业利益和维系客户关系着想, Bryan 已经在董事会上建议, 应该对兴科东莞的运营进行全面详细的审计。此次自我审计的目的是为了让兴科东莞的流程和程序都符合客户的要求也符合中国法律的要求, 尤其是要调查和纠正上述解释的问题。



In light of the above issues, and for the sake of SinCo Dongguan's best commercial interests as well as the preservation of SinCo Dongguan's current customer base, Bryan had proposed that a full audit of SinCo Dongguan's operations should be carried out. The purpose of the self-audit would have been for SinCo Dongguan to satisfy itself that SinCo Dongguan's processes and procedures are in accordance with its customers' requirements as well as PRC Law, and in particular, to investigate and rectify the problems explained earlier.

然而，如上所述，自我审计的时机已经过了。因为一个客户，即亚马逊，已经在其企业社会责任审计报告中发现了兴科东莞运营中的严重问题。除了社会保险问题之外，亚马逊的企业社会责任审计报告还发现了兴科东莞运营中其他问题。比如，该报告显示兴科东莞一直在没有相应排污许可证的情况下运营，其工人的工作时间超过了国家和地方法律规定的时限，而且没有工人的工资记录，等等。在Bryan看来，兴科东莞的董事们对亚马逊企业社会责任审计报告的结果予以应有的重视至关重要，因为，亚马逊的企业社会责任团队是中立的、独立的第三方主体。

However, as explained above, the time for a self-audit has passed, because a customer, namely, Amazon, has already highlighted serious problems in SinCo Dongguan's operations in its CSR Audit Report. In addition to the social security issues highlighted above, the CSR Audit Report prepared by Amazon also highlights a number of other problems with SinCo Dongguan's operations. For example, the report shows that SinCo Dongguan has been operating without proper environmental licences, its workers had been working in excess of limits imposed by local and national laws, and there were no proper pay records for its workers, among other things. In Bryan's view, it is critical that the findings in the Amazon CSR Audit Report are given due weight by the directors of SinCo Dongguan, considering that the Amazon CSR Team is a neutral, independent third party.

此外，鉴于亚马逊企业社会责任审计报告中指出的严重问题，Bryan担心兴科东莞可能会面临来自客户的诉讼或索赔。同时，Bryan也严重担忧兴科东莞的客户可能会向其他客户传播兴科东莞的问题，也许会向有关机关进行举报，或者客户也可能另寻商业伙伴。所有这些将不利于兴科东莞的业务和运营。因此，兴科东莞的问题必须被纠正，而且必须现在就纠正。

Further, in light of the serious problems identified in the Amazon CSR Audit Report, Bryan is concerned that SinCo Dongguan may face lawsuits or claims from its customers. Bryan also has grave concerns that SinCo Dongguan's customers may inform other customers of the problems at SinCo Dongguan, may make complaints to the authorities, or the customers may simply take their business elsewhere. All of these will be detrimental to SinCo Dongguan's business and operations. In the premises, the problems at SinCo Dongguan must be rectified, and they must be rectified now.

不幸的是，在目前的情况下，Bryan根本没有信心，现任的总经理将采取必要的措施来纠正这些被发现的问题。因此，Bryan认为，有必要让兴科新加坡或Bryan介入，以纠正Bryan发现的这些问题。

Unfortunately, given the current situation, Bryan simply has no confidence that the existing General Manager will take the necessary steps to rectify all the problems that have been identified. Bryan is therefore of the view that it is necessary for SinCo Singapore or Bryan to step in to rectify the problems that Bryan has identified.

鉴于在本邮件中提到的事情，如果温州润泽不再希望在购买兴科东莞的股份上坚持到底，Bryan 会理解。但是，如果温州润泽打算继续作为在董事会有多数代表的兴科东莞的大股东，但拒绝让 Bryan 或兴科新加坡采取必要措施来纠正 Bryan 提出的所有问题的话，Bryan 能得出的唯一合理结论就是：温州润泽和其任命的董事参与到了本邮件中提到的错误行为中。

If Wenzhou Runze no longer wishes to follow through with its purchase of the SinCo Dongguan shares given what has been raised in this email, Bryan would understand. However, if Wenzhou Runze intends to stay on as a majority shareholder of SinCo Dongguan, with majority representation on the Board of Directors, but chooses to refuse to let Bryan or SinCo Singapore carry out the necessary steps to rectify all the problems that have been raised, the only reasonable conclusion that can be reached is that Wenzhou Runze and the directors appointed by it have had a part to play in the instances of wrongdoing identified in this email.

- 2 此外，Bryan 对于本次董事会会议的召开方式和表决事项也发表了三异议，并认为他在这些问题上收到了不公正的待遇。

In addition, Bryan has the following three dissenting opinions on the manner in which the meeting was convened, and the motions to be passed, and Bryan is of the view that he did not receive fair treatment on these issues.

- (a) 首先，在董事会会议前，Bryan 曾经书面请求本公司的监事参加会议，但董事长并未告知监事参会，也未能对此有任何解释。

First, prior to the holding of meeting, Bryan had put in a written request for the Chairman to invite the Supervisors of SinCo Dongguan to attend the meeting. However, the Chairman did not inform the Supervisors to attend the meeting, and failed to provide any explanation for this.

- (b) 其次，对于董事会上财务总监的选举，至少应当在会议前提供其简历。在 Bryan 投票决定他的任命之前，Bryan 应该有一个合理时间对财务总监候选人进行尽职调查。这是一个公司工作人员在董事会上选举出来的正常程序。然而董事长却未能提前告知将要选举新的财务总监。另外，在董事会会议中，董事长不顾在董事会会议之前没有向 Bryan 提供有关财务总监详细情况的事实下，坚持新的财务总监当选。Bryan 认为这剥夺了他作为公司董事的知情权和选举权。因此，在 Bryan 可以获得新的财务总监的足够信息并可以恰当的考虑这些信息之前，Bryan 将对于其任命持保留意见。

Secondly, in respect of the appointment of SinCo Dongguan's CFO during the meeting, at the very least, the CV of the proposed CFO should have been provided in advance of the meeting. Bryan should also have been given a

reasonable period of time to conduct a due diligence on the candidate before having to vote on his appointment. This is the normal procedure where an office-holder of a company is to be elected at a board meeting. However, the Chairman did not inform Bryan that a new CFO was to be elected prior to the meeting. Additionally, during the Meeting, the Chairman insisted that a new CFO be elected despite the fact that no particulars relating to the CFO were given to Bryan in advance of the Board Meeting. Bryan is of the view that the way in which the CFO was elected was not in accordance with his right to know and right of election as a director of SinCo Dongguan. Therefore, Bryan reserves his opinion on the election of the new CFO until he is provided with enough information regarding the new CFO, and is able to properly consider that information.

- (c) 第三，董事会会议中，赵先生也曾代表 Bryan 强烈要求将 Bryan 全部的担忧与言论记录在董事会会议纪要中，否则是违反章程的，但 Bryan 的所有担忧和反对都没有被记录。

Thirdly, during the Board Meeting, Mr. Zhao also strongly insisted, on Bryan's behalf, that all of Bryan's concerns should be recorded in the minutes of board meeting as a failure to do so would constitute a breach of M&AA; however, none of Bryan's concerns and objections was recorded in the minutes of meeting.

- 3 最后，Bryan 希望在此封邮件中强调另外一点，是关于已签署的股权转让协议的。

Finally, there is one additional point that Bryan wishes to highlight in this email. This is with regard to the executed SPA.

- (a) 在股权转让协议的附件中，清单 1 的其他应收账款明细表的第 3 项是 Bryan 应付的“计提股权转让个税”。这一事项在附件中被突出显示。请告知 Bryan：(a) 此处的“股权转让”是涉及什么；以及 (b) 为什么 Bryan 需要在转让中缴纳个人所得税。

Under the annexures to the executed SPA, the 3<sup>rd</sup> item in List 1 of the Detailed Statement of Other Accounts Receivable is a "provision for personal income tax for equity transfer" payable by Bryan. This transaction is highlighted in the attached document. Please let Bryan know: (a) what "equity transfer" this relates to; and (b) why Bryan is required to pay personal income tax on the transfer.

- (b) 另外，在清单 1 的其他应收账款明细表和清单 2 的其他应付账款明细表中，还有其他“关联方”的交易。这些交易也在附件中被突出显示。请向 Bryan 提供上述交易的进一步资料，包括：

In addition, there are also other "related party" transactions stated under List 1 of the Detailed Statement of Other Accounts Receivable and List 2 of the Detailed Statement of Accounts Payable. These transactions are also highlighted in the attached document. Please provide Bryan with further information on the above transactions, including:

A. 以下公司是如何与兴科东莞相关的：

how the following parties are related to SinCo Dongguan:

- (i) 厦门金百源投资有限公司
- (ii) 东莞市宇睿电子科技有限公司
- (iii) 兴科电子科技有限公司
- (iv) 江西云鼎投资有限公司
- (v) 成武县鼎盛置业有限公司
- (vi) 东莞兴科精密模具有限公司

B. 这些交易的性质；和

the nature of these transactions; and

C. 这些交易的目的。

the purpose of these transactions.

我们相信董事会将在 2016 年 9 月 16 日前对上述问题予以回复。

We trust that the Board will kindly revert on the above issues by 16 September 2016.

此致

Regards

赵显龙 Zhao Xianlong

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